

RECORDATION NO. 26958-A FILED

MAY 11 '87 -11 33 AM

SURFACE TRANSPORTATION BOARD

Recordation No. 26958 - A

A-4

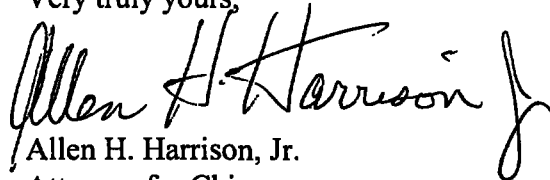
A short summary of the Assignment to appear in the Surface Transportation Board Index is as follows:

"Assignment of lease covered by Memorandum of Lease recorded under Recordation No. 26958."

Enclosed is a check in the amount of thirty-four (\$34.00) dollars in payment of the filing fee.

Once the filing has been made, please return to bearer the stamped counterpart(s) of the document not required for filing purposes, together with the letter from the Surface Transportation Board acknowledging the filing, and the two extra copies of this letter of transmittal.

Very truly yours,

A handwritten signature in black ink, reading "Allen H. Harrison, Jr.", with a stylized flourish at the end.

Allen H. Harrison, Jr.  
Attorney for Chicago  
Freight Car Leasing Co.,  
*for the purpose of this filing.*

Honorable Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, DC 20423

Enclosures

BY HAND

MAY 11 '07

-11 3 3 AM

MEMORANDUM OF ASSIGNMENT AGREEMENT

SURFACE TRANSPORTATION BOARD

CHICAGO FREIGHT CAR LEASING CO., a corporation of Delaware ("Assignor"), having an office at Suite 7000, 6250 North River Road, Rosemont, IL 60018, is a party to that certain (unfiled) Assignment Agreement ("Assignment") dated October 19, 2005 with CFCL-TOUAX LLC, a Delaware limited liability company ("Assignee"), having an office at Suite 7000, 6250 North River Road, Rosemont, IL 60018, covering the assignment by Assignor to Assignee of all of Assignor's right, title and interest as lessor under that certain lease made and entered into October 19, 2005 between Assignor and Commodity Specialists Company, ONLY AS TO those certain thirty-eight (38) covered hopper cars listed in Exhibit A hereto, Assignee assuming all duties, obligations and benefits as successor lessor under the said lease ONLY AS TO the aforesaid railcar.

IN WITNESS WHEREOF, the undersigned has caused this Memorandum to be executed by a duly authorized officer as of the date first written.

I certify that I hold the title set forth below, that this instrument was signed by the Assignor by authority of its Board of Directors and that the execution of the foregoing instrument was the free act and deed of the Assignor. I further declare under the penalty of perjury that the foregoing is true and correct.

Executed on May 9, 2007.

CHICAGO FREIGHT CAR LEASING CO.

By: Fred R. Sasser

Signature

Name: FRED R. SASSER

Print

Title: PRESIDENT

EXHIBIT A

CRDX 15165 - 15202

COMMODITY SPEC

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